

**STATE OF UTAH**  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

FORM 3

AMENDED REPORT



<b>APPLICATION FOR PERMIT TO DRILL</b>						<b>1. WELL NAME and NUMBER</b> NAVAJO C-6 (MCELMO N-15)					
<b>2. TYPE OF WORK</b> DRILL NEW WELL <input type="radio"/> REENTER P&A WELL <input type="radio"/> DEEPEN WELL <input checked="" type="radio"/>						<b>3. FIELD OR WILDCAT</b> GREATER ANETH					
<b>4. TYPE OF WELL</b> Water Injection Well Coalbed Methane Well: NO						<b>5. UNIT or COMMUNITIZATION AGREEMENT NAME</b> MCELMO CREEK					
<b>6. NAME OF OPERATOR</b> RESOLUTE NATURAL RESOURCES						<b>7. OPERATOR PHONE</b> 303 534-4600					
<b>8. ADDRESS OF OPERATOR</b> 1675 Boradway Ste 1950, Denver, CO, 80202						<b>9. OPERATOR E-MAIL</b> pflynn@resoluteenergy.com					
<b>10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE)</b> 1420603372				<b>11. MINERAL OWNERSHIP</b> FEDERAL <input type="radio"/> INDIAN <input checked="" type="radio"/> STATE <input type="radio"/> FEE <input type="radio"/>		<b>12. SURFACE OWNERSHIP</b> FEDERAL <input type="radio"/> INDIAN <input checked="" type="radio"/> STATE <input type="radio"/> FEE <input type="radio"/>					
<b>13. NAME OF SURFACE OWNER (if box 12 = 'fee')</b>						<b>14. SURFACE OWNER PHONE (if box 12 = 'fee')</b>					
<b>15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')</b>						<b>16. SURFACE OWNER E-MAIL (if box 12 = 'fee')</b>					
<b>17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')</b> Shiprock				<b>18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS</b> YES <input type="radio"/> (Submit Commingling Application) NO <input checked="" type="radio"/>		<b>19. SLANT</b> VERTICAL <input type="radio"/> DIRECTIONAL <input checked="" type="radio"/> HORIZONTAL <input type="radio"/>					

20. LOCATION OF WELL	FOOTAGES	QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN
LOCATION AT SURFACE	2213 FSL 949 FWL	NWSW	5	41.0 S	25.0 E	S
Top of Uppermost Producing Zone	2163 FSL 949 FWL	NWSW	5	41.0 S	25.0 E	S
At Total Depth	2082 FSL 949 FWL	NWSW	5	41.0 S	25.0 E	S

<b>21. COUNTY</b> SAN JUAN		<b>22. DISTANCE TO NEAREST LEASE LINE (Feet)</b> 949		<b>23. NUMBER OF ACRES IN DRILLING UNIT</b> 40	
		<b>25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed)</b> 1500		<b>26. PROPOSED DEPTH</b> MD: 5899 TVD: 5875	
<b>27. ELEVATION - GROUND LEVEL</b> 4792		<b>28. BOND NUMBER</b> B001263		<b>29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE</b> lease produced water	

Hole, Casing, and Cement Information										
String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement	Sacks	Yield	Weight
SURF	15	10.75	0 - 1460	40.5	J-55 ST&C	0.0	Class B	800	0.0	0.0
PROD	9	7	0 - 5830	23.0	J-55 ST&C	0.0	Class B	900	0.0	0.0

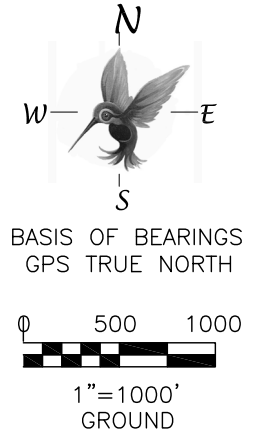
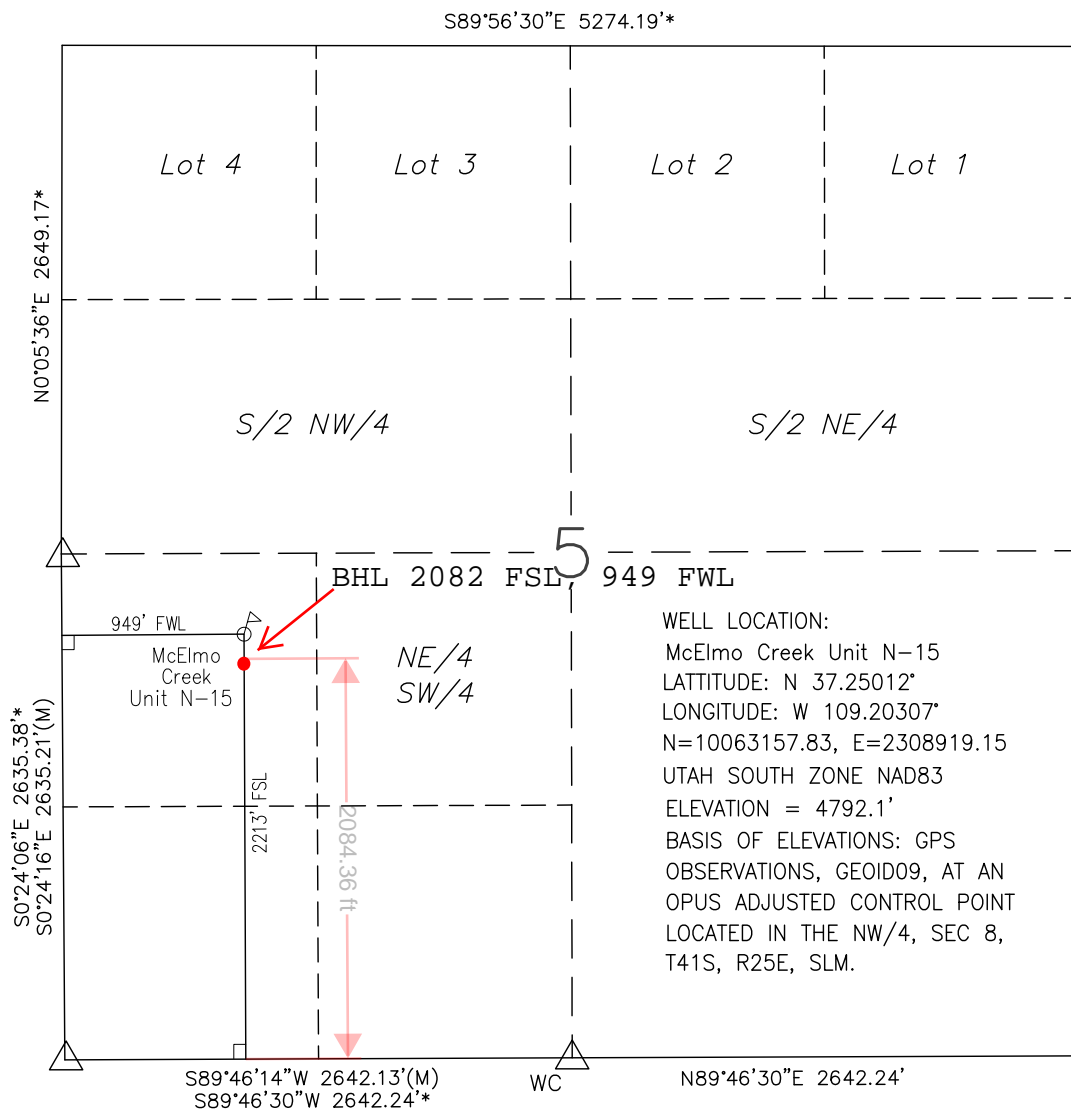
**ATTACHMENTS**

**VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES**

<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER	<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN
<input type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)	<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER
<input type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)	<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP

<b>NAME</b> Sherry Glass		<b>TITLE</b> Sr Regulatory Technician		<b>PHONE</b> 303 573-4886	
<b>SIGNATURE</b>		<b>DATE</b> 09/17/2012		<b>EMAIL</b> sglass@resoluteenergy.com	
<b>API NUMBER ASSIGNED</b> 43037163630000		<b>APPROVAL</b> <div style="text-align: center;">                   Permit Manager             </div>			

# Well Location - McElmo Creek Unit N-15



WELL LOCATION:  
 McElmo Creek Unit N-15  
 LATITUDE: N 37.25012°  
 LONGITUDE: W 109.20307°  
 N=10063157.83, E=2308919.15  
 UTAH SOUTH ZONE NAD83  
 ELEVATION = 4792.1'  
 BASIS OF ELEVATIONS: GPS  
 OBSERVATIONS, GEOID09, AT AN  
 OPUS ADJUSTED CONTROL POINT  
 LOCATED IN THE NW/4, SEC 8,  
 T41S, R25E, SLM.

## LEGEND:

- △ FND USBLM 3-1/4"  
BC DATED 2004
- ⊥ 90° TIE
- (M) MEASURED
- \* RECORD
- ⚭ WELL LOCATION

I, Gerald G. Huddleston, do hereby certify that I am a registered Utah land surveyor holding certificate number 161297 as prescribed under the laws of the State of Utah, and I further certify that under authority of the owner I have surveyed the well location as shown hereon and that the same is correct and true to the best of my knowledge and belief.

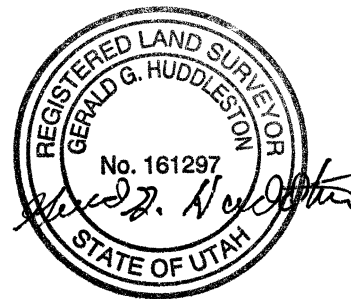


EXHIBIT A

FOOTAGE: 2213' FSL 949' FWL	<div style="text-align: center;"> <b>RESOLUTE</b>                      NATURAL RESOURCES                 </div>		
SEC 5, T41S, R25E, SLM, SAN JUAN COUNTY, UT			
LAT: N 37.25012° LON: W 109.20307° (NAD83)	SURVEYED: 09/06/12		
ELEVATION: 4792.1' at top of bottom flange (NAVD88)	DRAWN BY: GEL	DATE: 09/07/12	
NOTE: Re-entry of existing well.	REVISION:		

HUMMINGBIRD SURVEYING, LLC --- P.O. Box 416 Montezuma Creek, UT 84534 --- 970-570-5108